

## **EXHIBIT C**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: )  
W.R. GRACE & CO., *et al.*,<sup>1</sup> ) Chapter 11  
Debtors ) Case No. 01-01139 (JKF)  
) (Jointly Administered)  
)  
) Objection Deadline: February 26, 2008 @ 4:00 p.m.

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION  
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ORDINARY COURSE  
PROFESSIONALS FOR W.R. GRACE & CO., ET AL., FOR THE MONTHLY PERIOD  
OF DECEMBER 1, 2007, THROUGH DECEMBER 31, 2007, FOR THE QUARTERLY  
FEE PERIOD OF OCTOBER THROUGH DECEMBER 2007**

Name of Applicant: Woodcock Washburn LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and  
Debtors-in-Possession

Date of Retention as Special Litigation Counsel: Retention Order entered January 22,  
2003

Date of Retention as Ordinary Course  
Professional: Order Permitting Expansion of  
Services entered April 15, 2005, on  
application made February 11, 2005.

Period for which compensation and  
reimbursement is sought December 1, 2007 through December  
31, 2007

Amount of Compensation sought as actual,  
reasonable and necessary: \$ 25,057.00

Amount of Expense Reimbursement sought as  
actual, reasonable and necessary: \$ 2,661.75

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of December 2007. This is the 57th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock. The first 26 applications (covering the monthly periods January 2003 through February 2005) were limited to fees and expenses in connection with the specific matter for which Applicant had been retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), previously pending in the United States District Court for the District of Minnesota (the "Intercat suit"), now settled. On April 15, 2005, based on a motion made by Debtor on February 11, 2005, the Bankruptcy Court entered an order authorizing Woodcock to provide further services to Debtor in ordinary course in the field of intellectual property. This is the 31st monthly application that includes such ordinary course fees and expenses.

All monthly applications filed previously with the Court by Woodcock are identified in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 – 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 – 2/28/03	June 9, 2003	29,216.00	684.22
3/1 – 3/31/03	June 9, 2003	14,351.00	647.43
4/1 – 4/30/03	June 3, 2003	14,268.50	244.41
5/1 – 5/31/03	July 11, 2003	20,293.50	703.19
6/1 – 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 – 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1/ – 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 – 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 – 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 – 11/30/03	January 23, 2004	46,329.50	22.29
12/1 – 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 – 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 – 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 – 3/31/04	April 27, 2004	96,991.00	8,235.63

4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98
11/1 - 11/30/04	January 14, 2005	203,792.00	29,179.11
12/1 - 12/31/04	February 11, 2005	164,958.00	92,377.99
1/1 - 1/31/05	March 18, 2005	176,884.00	28,342.86
2/1 - 2/28/05	April 15, 2005	157,122.50	125,892.70
3/1 - 3/31/05	May 10, 2005	196,913.00	143,160.77
4/1 - 4/30/05	June 21, 2005	124,598.70	6,544.89
5/1 - 5/31/05	July 20, 2005	198,043.00	45,257.99
6/1 - 6/30/05	August 11, 2005	82,795.50	28,829.43
7/1 - 7/31/05	September 15, 2005	53,078.50	578.90
8/1 - 8/31/05	October 12, 2005	44,755.00	4,009.23
9/1 - 9/30/05	November 22, 2005	47,211.00	146.73
10/1 - 10/31/05	December 16, 2005	18,168.50	665.33
11/1 - 11/30/05	January 31, 2006	11,158.00	17.20
12/1 - 12/31/05	March 10, 2006	4,340.00	12.38
1/1 - 1/31/06	March 29, 2006	3,470.00	80.82
2/1 - 2/28/06	April 19, 2006	4,121.50	300.25
3/1 - 3/31/06	May 4, 2006	8,338.50	2,055.56
4/1 - 4/30/06	July 7, 2006	10,612.50	4,762.62
5/1 - 5/31/06	July 13, 2006	54,925.00	2,871.85
6/1 - 6/30/06	August 4, 2006	108,519.50	669.50
7/1 - 7/31/06	October 3, 2006	44,957.50	425.85
8/1 - 8/31/06	October 31, 2006	4,800.50	87.00
9/1 - 9/30/06	None Submitted	-	-
10/1 - 10/31/06	December 21, 2006	6,974.00	225.13
11/1 - 11/30/06	None Submitted	-	-
12/1 - 12/31/06	February 12, 2007	13,156.00	496.85
1/1 - 1/31/07	March 13, 2007	7,700.50	124.85
2/1 - 2/28/07	April 4, 2007	17,119.50	-
3/1 - 3/31/07	May 10, 2007	17,649.00	271.07
4/1 - 4/30/07	June 19, 2007	4,328.50	-
5/1 - 5/31/07	July 13, 2007	25,241.50	-
6/1 - 6/30/07	August 23, 2007	4,814.00	2,326.25
7/1 - 7/31/07	September 28, 2007	2,510.00	178.50
8/1 - 8/31/07	October 12, 2007	14,305.00	234.00
9/1 - 9/30/07	December 10, 2007	5,959.00	194.00
10/1 - 10/31/07	December 14, 2007	7,213.00	-
11/1 - 11/30/07	January 22, 2008	2,911	-
TOTAL		\$3,220,748.00	\$779,329.75

During this fee period, Woodcock provided ordinary-course, intellectual property services in connection with four substantive matters, which are detailed in the attached fee schedule for that matter. Fees were also generated in connection with preparation of fee petitions. The Woodcock professionals who rendered ordinary course services during the fee period are:

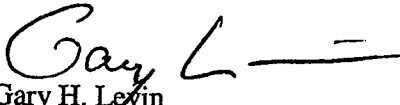
Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$530.00	10.3	\$5,459.00
Henrik D. Parker	Partner	1984	IP Litigation	\$500.00	38.9	\$19,450.00
Noreen A. Garonski	Paralegal	—	IP Counseling	\$185.00	0.8	\$148.00

Total Fees: \$25,057.00

Blended Rate: \$501.00

**WHEREFORE**, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$ 25,057.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$20,045.60); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$2,661.75); and (b) that the fees are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



Gary H. Levin  
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Philadelphia, PA 19104  
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levin@woodcock.com

Dated: February 5, 2008

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., <i>et al.</i> ,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors	)	

**FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION**  
**FOR THE PERIOD DECEMBER 1, 2007 THROUGH DECEMBER 31, 2007**

**WRG-0068**  
**MULTI-ADDITIVE AND CATALYST LOADING SYSTEM**

11/05//2007	GHL	Analysis of Office Action of October 23, 2007, including review of the extensive office action and references cited therein, review of the pending specification and claims, consideration of possible claim amendments and arguments to be made to overcome the claim rejections.	1.80
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**SERVICES**

\$ 954.00

	GHL	GARY H. LEVIN	1.80	hours @	\$530.00
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**INVOICE TOTAL**

**\$ 954.00**

**WRG-0076**  
**VALVED COVER SYSTEM**

12/20/2007	NG	Receipt and review of Notice of Publication from the United States Patent and Trademark Office; preparation of correspondence to client forwarding copy of publication notice; and formalization of file to reflect same.	0.80
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SERVICES \$ 148.00

	NG	NOREEN GARONSKI	0.80	hours @	\$185.00
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**INVOICE TOTAL**  
**\$ 148.00**



**WRG-0085**  
**EVALUATION OF THIRD-PARTY PATENTS**  
**RELATING TO CONSTRUCTION MEMBRANE PRODUCTS**

12/10/2007	HDP	Beginning detailed review and analysis of materials received from client concerning opinion as to Grace's freedom to produce and sell certain vapor permeable barrier layers with included adhesive for building construction, including review of memo from Mr. Williams thereon;	3.20
12/11/2007	HDP	Continued detailed review and analysis of materials received from client concerning opinion including certain third-party patents of interest and file histories related thereto;	3.90
12/12/2007	GHL	Further analysis of freedom-to-operate issues relating to Grace's proposed commercialization of certain building products in view of three third-party patents, including review of the patents and prior art cited during prosecution of the patents, and additional art as provided by Mr. Williams, development of preliminary interpretations of the patent claims, and consideration of positions of non-infringement and invalidity; and telephone conference with Mr. Williams to provide preliminary assessment of the issues;	3.20
12/12/2007	HDP	Completing initial detailed review and analysis of materials received from client; meeting with Mr. Levin to discuss; telephone conference with Mr. Williams in conjunction with Mr. Levin regarding the identified issues;	3.40
12/14/2007	HDP	Detailed review and analysis of new materials received from client; attending to ordering relevant file histories for use in finalizing opinion;	1.80
12/17/2007	HDP	Work on drafting of opinion relating to two patents of potential interest with respect to proposed vapor permeable building materials;	1.90
12/18/2007	HDP	Continued work on drafting of opinion and detailed review and analysis of patents and file history related thereto;	3.00
12/19/2007	HDP	Continued work on analyzing materials and drafting opinion;	3.20
12/20/2007	HDP	Continued work on drafting of opinion and further analysis of relevant file history materials;	2.90
12/21/2007	HDP	Continued work on analyzing references as to how they may affect claim construction; researching relevant law for inclusion in opinion; further drafting of opinion as two related patents;	3.80
12/26/2007	GHL	Further consideration of non-infringement positions relating to third-party patents on building products; conference with Mr. Parker;	0.80

12/26/2007	HDP	Continued work on drafting of opinion as to two related patents; telephone conference with Mr. Levin thereon as to substance of opinion and consideration of alternative theories;	4.90
12/27/2007	HDP	Further work on drafting and editing of lengthy opinion as to two related patents and consideration of alternative theories;	4.80
12/28/2007	HDP	Continued analysis of potential bases for non-infringement of two related patents.	2.10

## SERVICES

\$ 21,570.00

	GHL	GARY H. LEVIN	4.00	hours @	\$530.00
	HDP	HENRIK D. PARKER	38.90	hours @	\$500.00

## DISBURSEMENTS:

PATENT COPIES

\$ 258.00

DISBURSEMENT TOTAL

\$ 258.00

SERVICE TOTAL

\$ 21,570.00

INVOICE TOTAL

\$ 21,828.00

**WRG-0086**  
**DUE DILIGENCE RELATING TO**  
**PROPOSED PURCHASE OF CERATECH INC.**

12/12/2007	GHL	Work in preparation for performing due diligence evaluation and freedom-to-operate analysis relating to Grace's proposed purchase of third party company in field of specialty concrete products, including review of materials as received from Mr. Leon; preliminary conference with CFO of third party and conference with counsel for third party regarding confidentiality agreement under which to receive information regarding the third party's pending patent applications and products;	0.60
12/13/2007	GHL	Review of non-disclosure agreement proposed by third-party to cover information required for freedom-to-operate evaluation; communication with Mr. Leon regarding same; revisions to proposed agreement, and communication with third-party counsel regarding same;	0.70
12/15/2007	GHL	Review of technical materials as received from third-party counsel relating to proposed cement composition, and preparation of summary of same for initiation of freedom-to-operate search;	2.40
12/18/20007	GHL	Further work with potential patent searchers to obtain freedom-to-operate search for cement product proposed for purchase by Grace; telephone conference with Mr. Leon regarding same;	0.40

SERVICES \$ 2,173.00

GHL	GARY H.LEVIN	4.10	hours @	\$530.00
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**DISBURSEMENTS:**

PATENT COPIES \$ 2,403.75

DISBURSEMENT TOTAL \$ 2,403.75

SERVICE TOTAL \$ 2,173.00

**INVOICE TOTAL \$ 4,576.75**

**WRG-GEN**

12/03/2007	GHL	Fee Application, Applicant -- Preparation of monthly fee petition for October.	0.40
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SERVICES \$ 212.00

	GHL	GARY H. LEVIN	0.40	hours @	\$530.00
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**INVOICE TOTAL**

**\$ 212.00**